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Counsel for Honeywell International Inc. and certain of its affiliates

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Chapter 11

**GENERAL MOTORS CORP., et al.,

Debtors.**

**Case No. 09-50026 (REG)
Jointly Administered**

**WITHDRAWAL OF LIMITED OBJECTION OF HONEYWELL
INTERNATIONAL INC. TO DEBTORS' PROPOSED ASSUMPTION
AND ASSIGNMENT OF CERTAIN CONTRACTS**

Honeywell International Inc. and certain of its affiliates (collectively, "Honeywell"), by and through its undersigned counsel hereby withdraws its *Limited Objection of Honeywell International Inc. to Debtors' Proposed Assumption and Assignment of Certain Contracts* filed on June 15, 2009 (Docket No. 1087), based upon, *inter alia*, an agreement between General Motors Company and Honeywell regarding the correct cure amount due to Honeywell pursuant to section 365 of the Bankruptcy Code and the payment of such cure amount.

Dated: November 9, 2009
New York, New York

LECLAIRRYAN, A Professional Corporation

By: /s/ Michael E. Hastings
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*Counsel for Honeywell International Inc. and certain
of its affiliates*

CERTIFICATE OF SERVICE

I further certify that the original of the foregoing Withdrawal of Limited Objection was filed with the Court via the Clerk's CM/ECF electronic filing system on November 9, 2009.

Dated: November 9, 2009
New York, New York

/s/ Michael E. Hastings